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6 July, 2007

Securities and Exchange Commission Division of Corporate Finance Office of International Corporate Finance 450 Fifth Street, N.W. Washington D.C. 20549 U.S.A.



EXPRESS POST

Dear Sir/Madam,

SUPPL

Re: Metabolic Pharmaceuticals Limited (FILE NO. 82-34880)

submission of information filed with Australian Stock Exchange (ASX) and Australian Securities and Investment Commission (ASIC) pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934

Please find attached copies of announcements lodged with the ASX and ASIC:

Date of Announcement/Lodgement	To:	Title	No of Pages
28 June 2007	ASX	Appendix 3B – Quotation of Additional Securities	8
6 July 2007	ASX	Resignation of Director	2
6 July 2007	ASX	Appendix 3Z – Final Director's Interest Notice	3
6 July 2007	ASIC	Form 484 - Change to Company Details	2

Yours faithfully,

Metabolic Pharmaceuticals Limited

V

JUL 18 2007

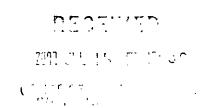
**PROCESSED** 

THOMSUN FINANCIAL

**Belinda Shave** 

Financial Controller & Company Secretary

(MPSEC6-7-07 doc)





**FACSIMILE** 

Department: COMPANY ANNOUNCEMENTS OFFICE

DATE:

28/06/2007

TIME:

16:24:55

TO:

METABOLIC PHARMACEUTICALS LIMITED

FAX NO:

03-9860-5777

FROM:

ASX LIMITED - Company Announcements Office

SUBJECT:

CONFIRMATION OF RECEIPT AND RELEASE OF ANNOUNCEMENT

MESSAGE:

We confirm the receipt and release to the market of an announcement regarding:

Appendix 3B

#### If ASX considers an announcement to be sensitive, trading will be halted for 10 minutes.

If your announcement is classified by ASX as sensitive, your company's securities will be placed into "pre-open" status on ASX's trading system. This means that trading in your company's securities is temporarily stopped, to allow the market time to assess the contents of your announcement. "Pre-open" is approx. 10 minutes for most announcements but can be 50 minutes (approx) for takeover announcements.

Once "pre-open" period is completed, full trading of the company's securities recommences.

#### PLEASE NOTE:

In accordance with Guidance Note 14 of ASX Listing Rules, it is mandatory to elodge announcements using ASX Online. Fax is available for emergency purposes and costs A\$38.50 (incl. GST). The only fax number to use is 1900 999 279.

ASX Limited ABN 98 008 624 691 Exchange Centre Level 4 , 20 Bridge Street Sydney NSW 2000

PO Box H224 Australia Square NSW 1215

Telephone 61 2 9227 0334

Internet http://www.asx.com.au DX 10427 Stock Exchange Sydney

# Appendix 3B

## New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and

	uments given to ASX become ASX's property				
	•	/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.			
	Name of entity				
ME	ETABOLIC PHARMACEUTICAL	S LIMITED			
AB	N 96 083 866 862				
We	(the entity) give ASX the following	information.			
	rt 1 - All issues must complete the relevant sections (attach s	sheets if there is not enough space).			
I	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Not applicable			
2	Number of *securities issued or to be issued (if known) or maximum number which may be issued	Not applicable			
3	Principal terms of the *securities (eg, if options, exercise price and expiry date; if partly paid *securities, the amount outstanding and due dates for payment; if *convertible securities, the conversion price and dates for conversion)	<ul> <li>(a) Forfeiture of 9,609 Unquoted Employee         Performance Rights (ASX Code: MBPAA)</li> <li>(b) Forfeiture of 59,064 Unquoted Employee         Performance Rights (ASX Code: MBPAB)</li> </ul>			
4	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?	Not applicable			
	If the additional securities do not rank equally, please state:  the date from which they do  the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment  the extent to which they do not rank equally, other than in relation to the next dividend,				

distribution or interest payment

5	Issue price or consideration	Not applicable	·
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	Not applicable	
7	Dates of changes to the share register	(ASX Code: M - Forfeiture of 19 Employee Perf (ASX Code: M  (b) 28 June 2007: - Forfeiture of 39	ormance Rights (BPAA).  9,200 Unquoted formance Rights (BPAB)  9,864 Unquoted formance Rights
		Number	+Class
8	Number and *class of all *securities quoted on ASX (including the securities in clause 2 if applicable)	300,696,141	MBP
	***	Number	+Class
9	Number and *class of all *securities not quoted on ASX (including the securities in clause 2 if applicable)	620,928 1,222,356 2,279,900 183,333 1,578,750	MBPAA MBPAB MBPAQ MBPAU MBPAY
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Not applicable	
Pari	t 2 - Bonus issue or pro r	ata issue	
11	Is security holder approval required?	N/A	
12	is the issue renounceable or non-renounceable?	N/A	
13	Ratio in which the *securities will be offered	N/A	

<sup>+</sup> See chapter 19 for defined terms.

27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do *security holders sell their entitlements in full through a broker?	N/A
31	How do *security holders sell part of their entitlements through a broker and accept for the balance?	N/A
32	How do *security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	*Despatch date	N/A
	3 - Quotation of securities and only complete this section if you are apply Type of securities (tick one)  The Ordinary Shares described	ying for quotation of securities
( <del>u</del> )	✓	
(b)		of the escrowed period, partly paid securities that become fully paid, employee ands, securities issued on expiry or conversion of convertible securities

<sup>+</sup> See chapter 19 for defined terms.

Entities that have ticked box 34(a)

Tick to	tional securities forming a new class o indicate you are providing the information		
docum 35	If the *securities are *equity		s of the 20 largest holders of the ge of additional *securities held by
36	If the *securities are *equity *securities setting out the number 1 - 1,000 1,001 - 5,000 5,001 - 10,000 10,001 - 100,000 100,001 and over		oution schedule of the additiona ategories
37	A copy of any trust deed for th	e additional *securitie	s
Entit	ies that have ticked box 34(b)		
38	Number of securities for which †quotation is sought		
		<del></del>	
39	Class of *securities for which quotation is sought		
40	Do the *securities rank equally in all respects from the date of allotment with an existing *class of quoted *securities?  If the additional securities do not rank equally, please state:  • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment		
41	Reason for request for quotation now:  Example: In the case of restricted securities, end of restriction period  (if issued upon conversion of another security, clearly identify that other security)		
	'	Number	+Class
42	Number and *class of all *securities quoted on ASX (including the securities in clause 38)	Transcer.	Olass

#### Quotation agreement

- <sup>†</sup>Quotation of our additional <sup>†</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>†</sup>securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the \*securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those \*securities should not be granted \*quotation.
  - An offer of the \*securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any
  applications received by us in relation to any \*securities to be quoted and
  that no-one has any right to return any \*securities to be quoted under
  sections 737, 738 or 1016F of the Corporations Act at the time that we
  request that the \*securities be quoted.
- If we are a trust, we warrant that no person has the right to return the \*securities to be quoted under section 1019B of the Corporations Act at the time that we request that the \*securities be quoted.
- We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.
- We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before \*quotation of the \*securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here:

Date: 28 June, 2007

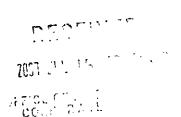
(Company secretary)

Print name:

**BELINDA SHAVE** 

1/1/2003

<sup>+</sup> See chapter 19 for defined terms.





**FACSIMILE** 

Department: COMPANY ANNOUNCEMENTS OFFICE

DATE:

06/07/2007

TIME:

09:36:46

TO:

METABOLIC PHARMACEUTICALS LIMITED

FAX NO:

03-9860-5777

FROM:

ASX LIMITED - Company Announcements Office

SUBJECT:

CONFIRMATION OF RECEIPT AND RELEASE OF ANNOUNCEMENT

MESSAGE:

We confirm the receipt and release to the market of an announcement regarding:

Resignation of Director

### If ASX considers an announcement to be sensitive, trading will be halted for 10 minutes.

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PO Box H224 Australia Square NSW 1215

Telephone 61 2 9227 0334

Internet http://www.asx.com.au DX 10427 Stock Exchange Sydney



ASX Announcement ASX code: MBP

# **Resignation of Director**

Melbourne, 6 July 2007. Metabolic Pharmaceuticals Limited ("Metabolic") today announced the resignation of its non-executive Director, Dr. Evert Vos, effective immediately.

The Chairman of Metabolic, Mr Rob Stewart, expressed his appreciation to Dr Vos, on behalf of the Board and everyone associated with Metabolic, for his contribution as a Director since the Company was established in 1998. "Evert has played a major role in Metabolic's clinical development programme during his nine years with the Company, both as an executive and non-executive Director. During Evert's tenure Metabolic has evolved from a one drug company to a business with a diverse pipeline of several clinical stage and preclinical stage projects", said Mr Stewart.

### For further information, contact:

Diana Attana - Assistant Company Secretary/IRO diana.attana@metabolic.com.au
T: +61 3 9860 5700

#### **About Metabolic**

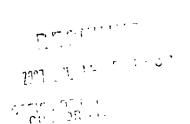
Metabolic Pharmaceuticals Limited (ASX: MBP, NASDAQ OTC: MBLPY) is a Melbourne based, ASX listed biotechnology company with 300 million shares on issue. Metabolic's main focus is to take innovative drugs, with large market potential, through formal preclinical and clinical development. The Company's current pipeline includes ACV1, a neuropathic pain drug currently in Phase 2A human clinical trials as well as drugs targeting osteoporosis, nerve protection/regeneration and type 2 diabetes. A platform is also being developed for the oral delivery of existing injected peptide drugs, a technology which has already shown proof-of-concept. This platform has high potential for use by other companies developing peptide drugs and could foster multiple out-licensing deals. Metabolic's drugs address multi-billion dollar markets which are poorly served by existing treatments and the Company has a strong intellectual property portfolio with several patent families. For more information please visit the Company's website at <a href="https://www.metabolic.com.au">www.metabolic.com.au</a>.

#### Inherent Risks of Investment in Biotechnology Companies

There are many inherent risks associated with the development of pharmaceutical products to a marketable stage. The lengthy clinical trial process is designed to assess the safety and efficacy of a drug prior to commercialisation and a significant proportion of drugs fail one or both of these criteria. Other risks include uncertainty of patent protection and proprietary rights, whether patent applications and issued patents will offer adequate protection to enable product development, the obtaining of necessary drug regulatory authority approvals and difficulties caused by the rapid advancements in technology. Companies such as Metabolic are dependent on the success of their research projects and on the ability to attract funding to support these activities. Investment in research and development projects cannot be assessed on the same fundamentals as trading and manufacturing enterprises. Thus investment in companies specialising in these, such as Metabolic, must be regarded as highly speculative. Metabolic strongly recommends that professional investment advice be sought prior to such investments.

#### Forward-looking statement

Certain statements in this ASX Announcement may contain forward-looking statements regarding the Company's business and the therapeutic and commercial potential of its technologies and products in development. Any statement describing the Company's goals, expectations, intentions or beliefs is a forward-looking statement and should be considered an at-risk statement. Such statements are subject to certain risks and uncertainties, particularly those risks or uncertainties inherent in the process of developing technology and in the process of discovering, developing and commercialising drugs that can be proven to be safe and effective for use as human therapeutics, and in the endeavor of building a business around such products and services. Metabolic undertakes no obligation to publicly update any forward looking statement, whether as a result of new information, future events, or otherwise. Actual results could differ materially from those discussed in this update. Factors that could cause or contribute to such differences include, but are not limited to, those discussed in the Metabolic Pharmaceuticals Limited Annual Report for the year ended June 30, 2006, copies of which are available from the Company or at <a href="https://www.metabolic.com.au">www.metabolic.com.au</a>.





**FACSIMILE** 

Department: COMPANY ANNOUNCEMENTS OFFICE

DATE:

06/07/2007

TIME:

10:04:13

TO:

METABOLIC PHARMACEUTICALS LIMITED

FAX NO:

03-9860-5777

FROM:

ASX LIMITED - Company Announcements Office

SUBJECT:

CONFIRMATION OF RECEIPT AND RELEASE OF ANNOUNCEMENT

MESSAGE:

We confirm the receipt and release to the market of an announcement regarding:

Final Director's Interest Notice

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# Appendix 3Z

## **Final Director's Interest Notice**

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	METABOLIC PHARMACEUTICALS LIMITED
ABN-	96 083 866 862.

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	EVERT VOS	
Date of last notice	4 August 2005	
Date that director ceased to be director	6 July 2007	

Part 1 – Director's relevant interests in securities of which the director is the registered holder in the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
283,077 Fully Paid Ordinary Shares (ASX Code: MBP)

11/3/2002 Appendix 3Z Page 1

<sup>+</sup> See chapter 19 for defined terms.

# Part 2 - Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
NIL	NIL

## Part 3 - Director's interests in contracts

Detail of contract	NIL
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

Appendix 3Z Page 2 11/3/2002

<sup>+</sup> See chapter 19 for defined terms.

### **Form 484**

Corporations Act 2001

# Change to company details

Sections A, B or C may be lodged independently with this signed cover page to notify ASIC of:

- A1 Change of address
- A2 Change of name officeholders or members
- A3 Change ultimate holding company
- B1 Cease company officeholder
- B2 Appoint company officeholder
- B3 Special purpose company

- C1 Cancellation of shares
- C2 issue of shares
- C3 Change to share structure
- C4 Changes to the register of members

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement Company name Company details Pharmaceuticals Metabolic <del>acn</del>/abn Corporate key Refer to guide for information about corporate key 083 55016175 ୫66 862 Who should ASIC contact if there is a query about this form? Lodgement details Name Metabolic Pharmaceuticals L ASIC registered agent number (if applicable). Telephone number (03) Postal address Level 3 Melbourne VIC Total number of pages including this cover sheet Please provide an estimate of the time taken to complete this form. Signature This form must be signed by a current officeholder of the company. I certify that the information in this cover sheet and the attached sections of this form are true and complete, Belinda Capacity, 3 Director Company secretary Date signed Send completed and signed forms to: Lodgement For help or more information Australian Securities and Investments Commission, Telephone 03 5177 3988 PO Box 4000, Gippsland Mail Centre VIC 3841. Email info.enquiries@asic.gov.au Web www.asic.gov.au Or lodge the form electronically by visiting the ASIC website

www.asic.gov.au

officeholder.	, , , , , , , , , , , , , , , , , , ,
Role of ceased officeholder Select one or more boxes	Director  Secretary  Alternate director  Reson alternate for
Date officeholder ceased	Date of change  O 6 / O 7 / O 7  [D D] [M M] [Y Y]
Name	The name of the ceased officeholder is  Family name  VOS  Evert Cornelis  Date of birth  Di [M M] [Y Y]  Place of birth (town/city)  Bussum  (state/country)  Netherlands
	e another company officeholder pany officeholder. You need to notify details separately for each ceased
Role of ceased officeholder Select one or more boxes	Director Secretary Alternate director —— Person alternate for
Date officeholder ceased	Date of change  Diplomatical interest of the control of the contro
Name	The name of the ceased officeholder is Family name Given names  Date of birth:
•	D DI M. Mir. IV Y).  Place of birth (town/city)  (state/country)

**END**